

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**THE COMMONWEALTH OF PUERTO RICO,  
*et al.*,**

Debtors.<sup>1</sup>

In re:

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**THE EMPLOYEES RETIREMENT SYSTEM  
OF THE GOVERNMENT OF THE  
COMMONWEALTH OF PUERTO RICO,**

Debtor.

PROMESA

Title III

No. 17 BK 3283-LTS

Re: ECF Nos. 13060 & 13464

PROMESA

Title III

No. 17 BK 3566-LTS

Re: ECF Nos. 892 & 923

**URGENT CONSENSUAL MOTION OF THE OFFICIAL COMMITTEE OF RETIRED  
EMPLOYEES OF THE COMMONWEALTH OF PUERTO RICO FOR LEAVE TO  
EXCEED PAGE LIMIT FOR REPLY IN SUPPORT OF MOTION TO DISMISS  
PROOFS OF CLAIMS AND ADMINISTRATIVE EXPENSE CLAIMS ASSERTED  
AGAINST THE COMMONWEALTH AND ERS BY CERTAIN HOLDERS OF  
ERS BONDS AND THE FISCAL AGENT**

<sup>1</sup> The Debtors in these jointly-administered PROMESA title III cases (these “**Title III Cases**”), along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17 BK 3284) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric and Power Authority (Bankruptcy Case No. 17 BK 4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

**To the Honorable United States District Judge Laura Taylor Swain:**

The Official Committee of Retired Employees of the Commonwealth of Puerto Rico (the “**Retiree Committee**”) hereby files this urgent, consensual motion (the “**Motion**”), requesting entry of an order, substantially in the form as Exhibit A (the “**Proposed Order**”), granted the Retiree Committee leave to exceed the fifteen (15) page limit set forth in the Thirteenth Amended Notice, Case Management and Administrative Procedures (Commonwealth Dkt. 13512-1] (the “**Case Management Procedures**”) ¶ I.E to file a forthcoming Reply in Support of Motion of the Retiree Committee to Dismiss Proofs of Claims and Administrative Expense Claims Asserted Against the Commonwealth and ERS By Certain Holders of ERS Bonds and the Fiscal Agent (the “**Reply**”) of no more than thirty-five (35) pages (exclusive of the cover page, the table of contents, the table of authorities, the signature page, exhibits, and the certificate of service).

**JURISDICTION AND VENUE**

1. This Court has subject matter jurisdiction over this matter under PROMESA section 306(a), 48 U.S.C. § 2166(a), and venue is proper under PROMESA section 307(a), 48 U.S.C. § 2167(a).

**BACKGROUND**

2. On June 17, 2020, the ERS Bondholders and the ERS Fiscal Agent filed Claimants’ Brief in Opposition to Motions to Dismiss Claimant’ Proofs of Claim and Motions for Allowance of Administrative Expense Claims (Commonwealth Dkt. ERS Dkt. 923) (the “**Opposition**”) in opposition to the Retiree Committee’s *Motion to Dismiss Proofs of Claims and Administrative Expense Claims Asserted Against the Commonwealth and ERS by Certain Holders of ERS Bonds and the Fiscal Agent* (Commonwealth Dkt. 13060; ERS Dkt. 892) (the “**Motion to Dismiss**”).

3. The Case Management Procedures provides that “[u]nless prior permission has been granted ... memoranda of law in support of Replies are limited to fifteen (15) pages.” (Case Management Procedures ¶ I.E.)

4. The Opposition totals over 100 pages, and raises numerous legal theories made by two groups of ERS Bondholders and the ERS Fiscal Agent. While the Retiree Committee will be concise and non-duplicative in its Reply, it will require more than fifteen pages to response to the Opposition’s arguments and legal theories.

### **RELIEF REQUESTED**

5. The Retiree Committee requests leave to exceed the fifteen (15) page limit set by the Case Management Procedures with respect to its Reply. The Retiree Committee requests that it be limited to no more than thirty-five (35) pages for the Reply (exclusive of the cover page, table of contents and authorities, signature pages, exhibits, and certificate of service).

6. The Retiree Committee has conferred with ERS Bondholders and Fiscal Agent concerning this Motion, and they consent to the relief sought herein.

### **CERTIFICATION OF COMPLIANCE WITH LOCAL RULE 9013-1 AND THE THIRTEENTH AMENDED CASE MANAGEMENT PROCEDURES**

7. Pursuant to Local Rule 9013-1 and ¶ I.H of the Thirteenth Amended Case Management Order, the undersigned hereby certify that counsel has carefully examined the matter and concluded that there is a true need for expedited consideration of this motion and that the Retiree Committee has not created the urgency through lack of due diligence on its part. The undersigned further certify that the parties made a bona fide, reasonable, and good faith effort to resolve the issues addressed in this motion prior to filing.

WHEREFORE the Retiree Committee requests the Court enter the Proposed Order attached as Exhibit A, granting the relief requested herein and all other relief as is just and proper.

Dated: July 21, 2020

JENNER & BLOCK LLP

By:

/s/ Robert Gordon

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Respectfully submitted,

BENNAZAR, GARCÍA & MILIÁN, C.S.P.

By:

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*Counsel for The Official Committee of Retired Employees of Puerto Rico*

**CERTIFICATE OF SERVICE**

I hereby certify that, on this same date, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notifications of such filing to all CM/ECF participants in this case.

Dated: July 21, 2020

/s/ Robert Gordon

Robert Gordon

**EXHIBIT A**

**Proposed Order**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

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Debtors.<sup>2</sup>

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Title III

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PROMESA

Title III

No. 17 BK 3566-LTS

Re: ECF Nos. 892 & 923

**[PROPOSED] ORDER GRANTING URGENT CONSENSUAL MOTION OF THE  
OFFICIAL COMMITTEE OF RETIRED EMPLOYEES OF THE COMMONWEALTH  
OF PUERTO RICO FOR LEAVE TO EXCEED PAGE LIMIT FOR REPLY IN  
SUPPORT OF MOTION TO DISMISS PROOFS OF CLAIMS AND ADMINISTRATIVE  
EXPENSE CLAIMS ASSERTED AGAINST THE COMMONWEALTH AND ERS BY  
CERTAIN HOLDERS OF ERS BONDS AND THE FISCAL AGENT**

<sup>2</sup> The Debtors in these jointly-administered PROMESA title III cases (these “**Title III Cases**”), along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17 BK 3284) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric and Power Authority (Bankruptcy Case No. 17 BK 4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

Upon consideration of the *Urgent Consensual Motion of the Official Committee of Retired Employees of the Commonwealth of Puerto Rico for Leave to Exceed Page Limit for Reply in Support of Motion to Dismiss Proofs of Claims and Administrative Expense Claims Asserted Against the Commonwealth and ERS By Certain Holders of ERS Bonds and the Fiscal Agent* (the “Motion”)<sup>3</sup>; and it appearing that (i) the Court has jurisdiction over this Motion pursuant to 28 § 1331 and 48 U.S.C. § 2166(a); (ii) that venue of this proceeding and the Motion is proper under 28 U.S.C. § 1391(b) and 48 U.S.C. § 2167(a); (iii) that notice of the Motion was adequate and proper under the circumstances and that no further or other notice need be given; (iv) based on the statements and arguments made in the Motion, the relief requested in the Motion is in the best interest of the Commonwealth and its creditors; and (v) the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein,

It is hereby ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Retiree Committee may exceed the fifteen (15) page limit set forth in the Case Management Procedures by filing a Reply of no more than thirty-five (35) pages, exclusive of the cover page, table of contents and authorities, signature page, exhibits, and the certificate of service.

Dated: \_\_\_\_\_ 2020.

SO ORDERED:

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HONORABLE LAURA TAYLOR SWAIN  
UNITED STATES DISTRICT JUDGE

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<sup>3</sup> Capitalized terms not herein defined shall have the meaning ascribed to them in the Motion.